

MARVEL
COMICS



TM

© 1994 MARVEL ENT. GROUP, INC.

\$1.25 US

\$1.60 CAN / UK 85p

387

MAR

02457

APPROVED BY THE COMICS CODE AUTHORITY

CC 02457

INSIDE: THE MOST SHOCKING TURNING POINT
IN THE SAGA OF PETER'S PARENTS!

the AMAZING SPIDER-MAN

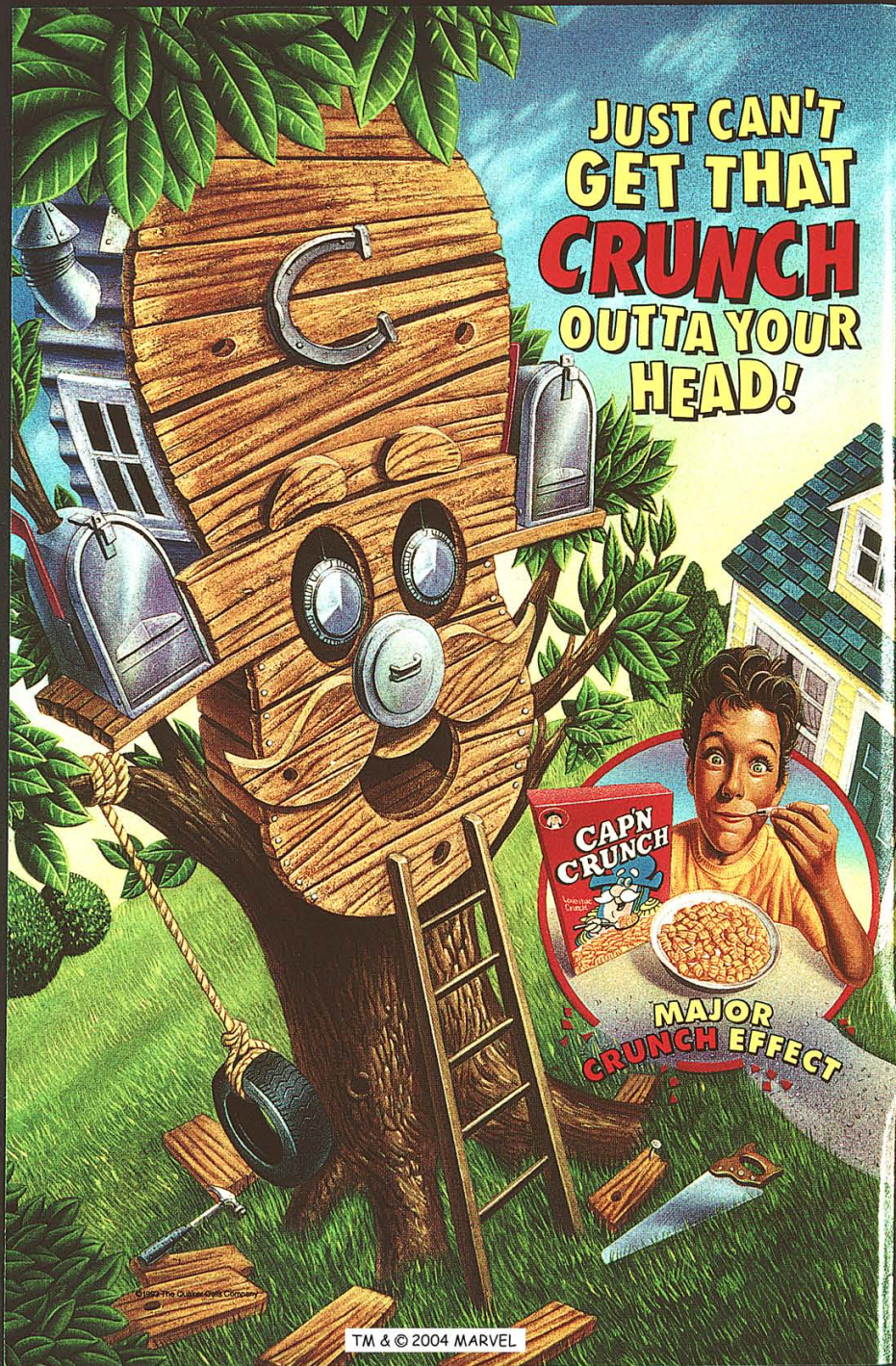


SPIDEY--
DRAINED OF
HIS YOUTH!
AND LOOK WHO'S
GOT IT: THE
VULTURE!



LIFETHEFT
PART TWO

BALL
RE



TM & © 2004 MARVEL

BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN®**



THE AMAZING SPIDER-MAN® Vol. 1, No. 387, March, 1994. (ISSN #0274-5232) Published by MARVEL COMICS, Terry Stewart, President. Stan Lee, Publisher. Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1994 Marvel Entertainment Group, Inc. All rights reserved. Price \$1.25 per copy in the U.S. and \$1.50 in Canada. Subscription rate for 12 issues: \$15.00 U.S. Canadian subscribers must add \$10.00 for postage and GST. GST #R127032852. Foreign: \$27.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO THE AMAZING SPIDER-MAN, c/o MARVEL DIRECT MARKETING CORP./SUBSCRIPTION DEPT. P.O. BOX 1979 DANBURY, CT. 06813-1979. TELEPHONE # (203) 743-5331. Printed in the U.S.A.

TM & © 2004 MARVEL





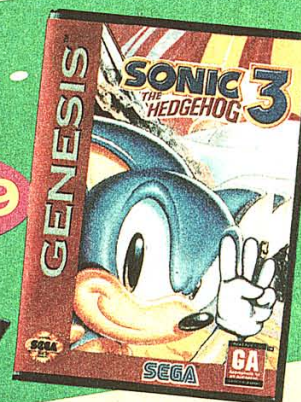
TOYS "R" US

BE THE FIRST TO OWN SONIC 3



RESERVE NOW...

69.99



GET A
FREE
SONIC
MUSIC
CD

WITH ORIGINAL MUSIC
FROM THE SONIC GAMES.
SEE STORE FOR DETAILS.
SONIC 3 FOR SEGA GENESIS
ARRIVES AT TOYS "R" US 2/2/94.

SEGA



RESERVE SONIC 3 WITH A
\$10 DOWN PAYMENT
AND RECEIVE

FREE

SONIC MUSIC CD
WITH ORIGINAL MUSIC
FROM SONIC GAMES
WITH THIS COUPON

HURRY, WHILE
SUPPLIES
LAST!

DETAILS AT SERVICE DESK

Offer valid through February
1, 1994. Offer good only while
supplies last. Consumer, limit
one per purchase. Valid in
U.S.A. only. Customer responsi-
ble for applicable sales tax. Void
if copied or transferred.



TOYS "R" US

CODE 997021

PRICE MAY VARY BY STORE.
PRICE EFFECTIVE CONTINENTAL U.S. ONLY.
© 1994 GEOFFREY, INC.



WE'LL TAKE A HAMMER TO YOUR MAILBOX!



REFUND GUARANTEE—IF NOT SATISFIED, REFUND ON ALL UNSERVED ISSUES. ALL COPIES MAILED IN PROTECTIVE POLYBAGS.

YOU MUST ENCLOSE YOUR SELECTIONS WITH COUPON OR PHOTOCOPY OF THIS AD.

If renewing: enclose mailing label, make checks or money orders payable in U.S. funds to Marvel Comics. Allow 10 weeks for delivery.

Foreign: Add \$12/title
Canada: Add \$10/title
(Includes GST
(GST#127032852))

Mail to: Marvel Comics
P.O. Box 1979
Danbury, CT 06813-1979

NAME: First Initial

▼ Last Name

STATE:

ADDRESS:

CITY:

STATE:

ZIP:

AGE: H41MM

TM & © 1993 Marvel Entertainment Group, Inc. G.I. JOE, TRANSFORMERS, TM & © 1993 Hasbro, Inc. G.I. JOE, TM & © 1993 Marvel Entertainment Group & Marvel Comics Ltd. CONAN, TM & © 1993 Conan Properties, Inc. TEX WORLD, TM & © 1993 William Shatner. All rights reserved. BARBIE & BARBIE FASHION, TM & © 1993 Mattel, Inc. REN & STIMPY, TM & © 1993 Nickelodeon BIKER MICE FROM MARS, TM & © New World Licensing & Broadcast Television Funnies, Inc. BEAVIS & BUTT-HEAD, TM & © 1993 MTV Music Television HARROWERS, PINHEAD, TM & © Fifth Avenue Entertainment, LTD. HYPERION, ECTOKID, HOKUM & HEX, SAINT SINNER, TM & © 1993 Clive Barker.

TM & © 2004 MARVEL

GET 2 ISSUES FREE!

Get a 14-issue subscription for only \$15.00 (Newsstand value \$17.50) Offer expires April 30, 1994! Individual titles are at full price as listed.

☐ AMZ	AMAZING SPIDER-MAN	\$15.00
☐ AVE	AVENGERS	\$15.00
☐ BAR	BARBIE	\$15.00
☐ BFB	BARBIE FASHION	\$15.00
☐ CAM	CAPTAIN AMERICA	\$15.00
☐ DDV	DAREDEVIL	\$15.00
☐ HWK	DARKHAWK	\$15.00
☐ D99	DOOM 2099	\$15.00
☐ FAN	FANTASTIC FOUR	\$15.00
☐ FWK	FORCE WORKS	\$15.00
☐ GAL	GUARDIANS OF THE GALAXY	\$15.00
☐ GUJ	G.I. JOE	\$15.00
☐ INC	INCREDIBLE HULK	\$15.00
☐ IRM	IRON MAN	\$15.00
☐ MTL	MARVEL TALES (FEATURING SPIDER-MAN)	\$15.00
☐ SUB	NAMOR	\$15.00
☐ NWR	NEW WARRIORS	\$15.00
☐ PUN	PUNISHER (COMIC)	\$15.00
☐ P99	PUNISHER 2099	\$15.00
☐ QSR	QUASAR	\$15.00
☐ R99	RAVAGE 2099	\$15.00
☐ SAB	SILVER SABLE	\$15.00
☐ SIL	SILVER SURFER	\$15.00
☐ PPK	SPECTACULAR SPIDER-MAN	\$15.00
☐ SMC	SPIDER-MAN CLASSIC	\$15.00
☐ S99	SPIDER-MAN 2099	\$15.00
☐ THR	THOR	\$15.00
☐ THU	THUNDERSTRIKE	\$15.00
☐ XME	UNCANNY X-MEN	\$15.00
☐ WEB	WEB OF SPIDER-MAN	\$15.00
☐ FAC	X-FACTOR	\$15.00
☐ XFO	X-FORCE	\$15.00
☐ MEN	X-MEN	\$15.00
☐ X99	X-MEN 2099	\$15.00
☐ XCL	X-MEN CLASSICS	\$15.00
☐ XAV	X-MEN ADVENTURES	\$15.00
☐ WHI	WHAT IF	\$15.00

Get 14-issues for the price of 12 issues at listed prices below!

☐ DH2	DEATH'S HEAD II	\$21.00
☐ DOC	DR. STRANGE	\$21.00
☐ EXC	EXCALIBUR	\$21.00
☐ BLZ	GHOST RIDER/BLAZE	\$21.00
☐ GHR	GHOST RIDER	\$21.00
☐ MOR	MORBIUS	\$21.00
☐ NOV	NOVA	\$21.00
☐ PWJ	PUNISHER WAR JOURNAL	\$21.00
☐ ZON	PUNISHER WAR ZONE	\$21.00
☐ REN	REN & STIMPY	\$21.00
☐ SEC	SECRET DEFENDERS	\$21.00
☐ SPI	SPIDER-MAN	\$21.00
☐ TWL	TEK WORLD	\$21.00
☐ TFM	TRANSFORMERS GENERATION 2	\$21.00
☐ BIK	BIKER MICE FROM MARS	\$18.00
☐ WAR	WARLOCK & THE INFINITY WATCH	\$21.00
☐ WOL	WOLVERINE	\$21.00

☐ HYP	HYPERKIND	\$21.00
☐ ECT	ECTOKID	\$21.00
☐ HOK	HOKUM & HEX	\$21.00
☐ STS	SAINT SINNER	\$21.00

☐ CLC	CONAN SAGA	\$27.00
☐ GRO	GROO	\$27.00
☐ SSC	SAVAGE SWORD OF CONAN	\$27.00
☐ HST	HELLSTORM	\$24.00
☐ CAB	CABLE	\$24.00
☐ BUT	BEAVIS & BUTT-HEAD	\$23.00
☐ HAR	HARROWERS	\$30.00
☐ PIN	PINHEAD	\$30.00
☐ MNC	MARVEL COMICS PRESENTS	\$18.00
☐ AGE	AGE	\$15.00



MARVEL COMICS COMES TO YOUR COMPUTER SCREEN

MARVEL COMICS' SUPER HEROES ARE ON A MISSION TO SAVE YOUR COMPUTER SCREEN!

OVER 35 OF THE HOTTEST MOMENTS IN COMIC BOOK HISTORY ARE READY FOR USE AS YOUR WINDOWS WALLPAPER (FOR YOU MAC JOCKEYS, THAT'S YOUR DESKTOP PICTURE)... AND AS YOUR SCREEN SAVER! THE PACKAGE COMES WITH THE AFTER DARK® ENGINE, SO YOU CAN RUN THESE EXCITING IMAGES TOGETHER WITH YOUR FAVORITE AFTER DARK DISPLAYS! SO PICK UP MARVEL SCREEN POSTERS TODAY: IT'S THE HEAVIEST-HITTING SOFTWARE AROUND!

WHADDYA GET?

YOUR FAVORITE HEROES!

CLASSIC CONFRONTATIONS!

HISTORIC COVERS!

ORIGIN PAGES!

NEVER BEFORE PUBLISHED ART BY FAMOUS MARVEL ARTISTS!

PLUS, IT'S ABSOLUTELY PACKED WITH TRIVIA!!!

FOR WINDOWS & MACINTOSH!!!

BERKELEY SYSTEMS
2095 Rose Street, Berkeley, CA 94709

MARVEL

Screen Posters



SPECIAL OFFER FOR MARVEL READERS:

GET THE MARVEL COMICS SCREEN POSTERS FOR JUST \$14.99*! THAT'S HALF OFF THE SUGGESTED RETAIL PRICE!! YOU SAVE \$15.00!!

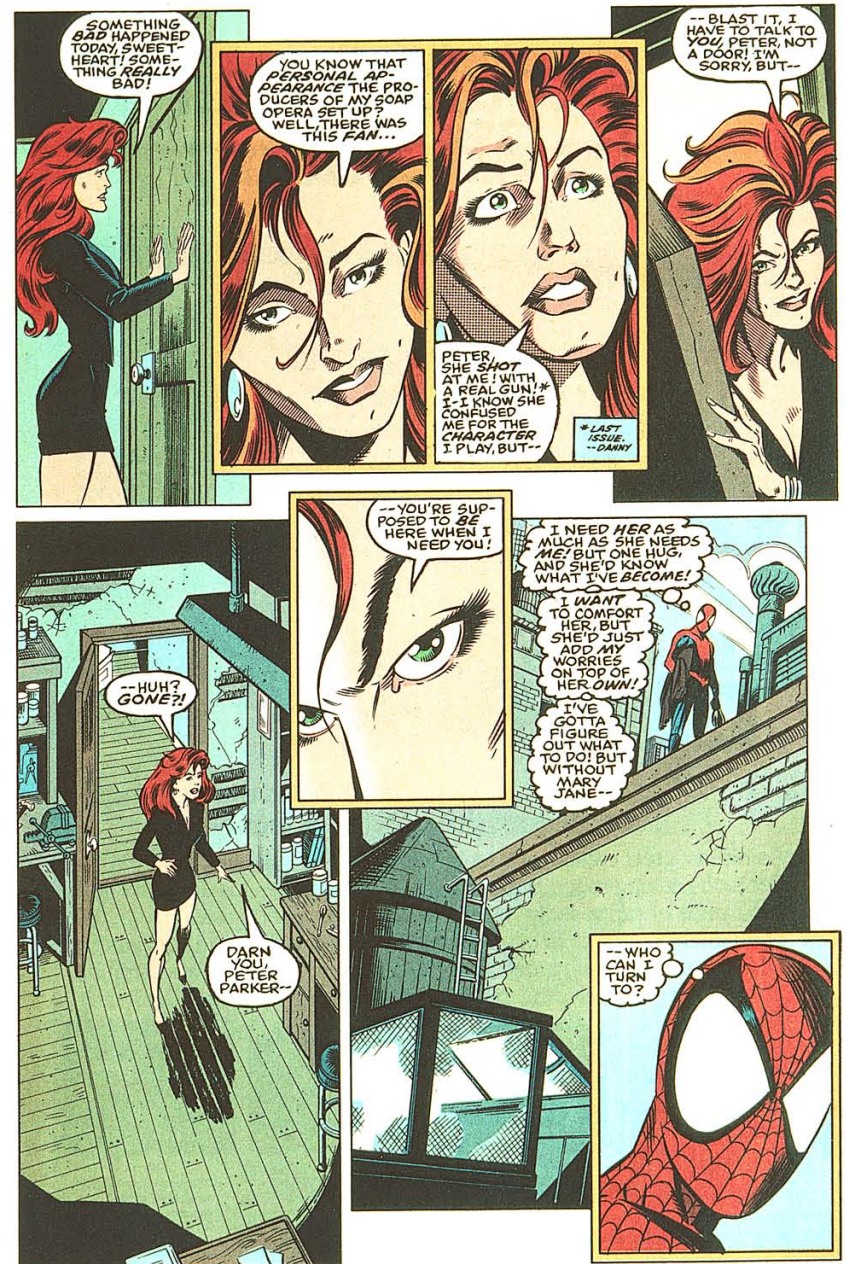
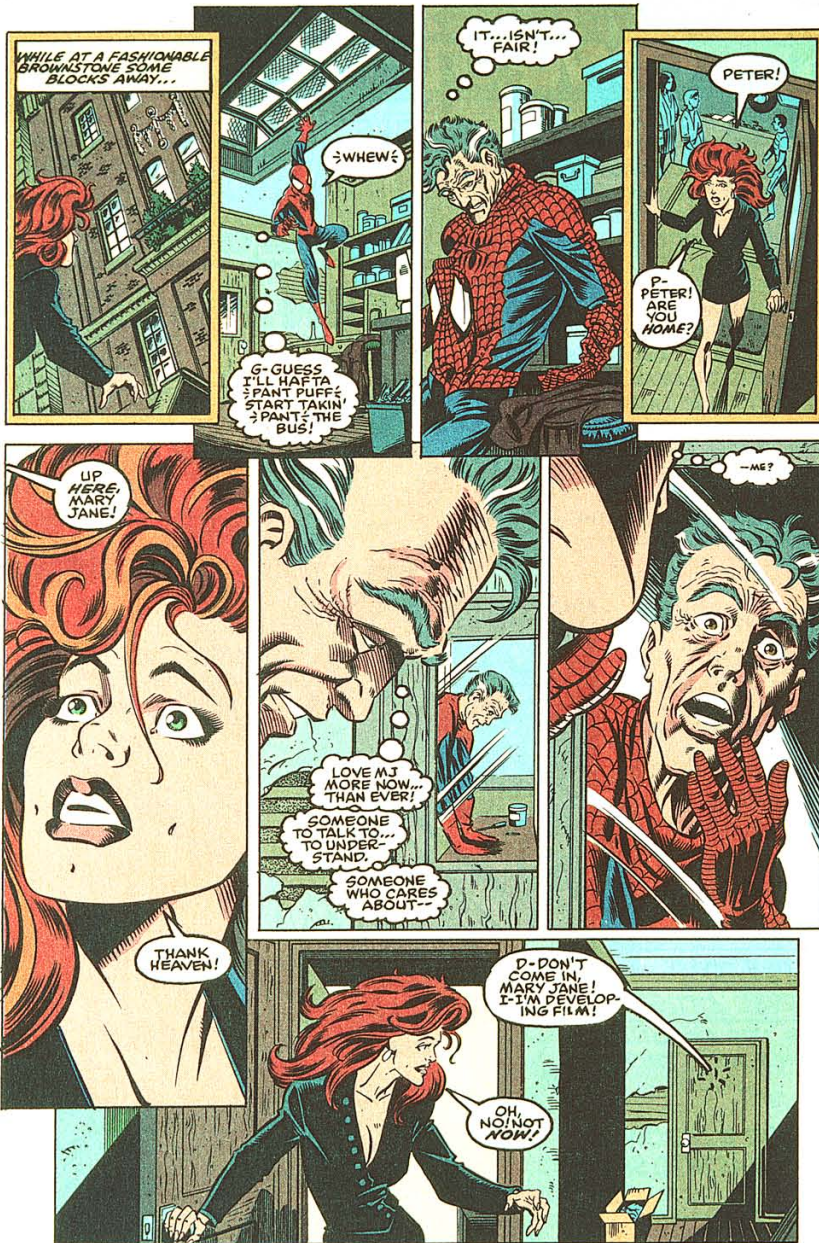
TM & © 2004 MARVEL

CALL (800) 344-5541 X134 TO ORDER!!

MARVEL SCREEN POSTERS IS ALSO AVAILABLE IN YOUR LOCAL SOFTWARE RETAIL STORE!

* Plus \$5.00 shipping and handling.

MARVEL, all character names and distinctive likenesses thereof, TM & © 1993 Marvel Entertainment Group, Inc. All rights reserved. Software © 1993 Berkeley Systems, Inc. After Dark, the Flying Baster logo, and the Berkeley Systems logo are registered trademarks of Berkeley Systems, Inc. Letterbot font © 1993 Richard Starkings & Co. All rights reserved. Macintosh is a registered trademark of Apple Computer, Inc. Windows is a trademark of Microsoft Corporation.



This couldn't wait 'til the 21st century.



The "X" generation of Mega Man adventures is here.
For the first time on the Super NES.

As his last great creation, Dr. Light developed "X"—the first thinking, decision-making robot. Years later, Dr. Cain modifies his design to make thousands of supposedly "harmless" Reploids. That is until Sigma, the most intelligent Reploid of all, decides to lead the others in eliminating all humans from the planet. Now "X" must hunt down Sigma using his all-new arsenal, including the X-Buster and the awesome Emergency Acceleration System. It's the Mega battle of the next century, found only on the Super NES.



"X" uses his X-Buster to save Zero, the leader of the Maverick Hunters from the evil Vile.



When the robotic amoeba glues "X" to the ground, either he shoots or he's stuck.

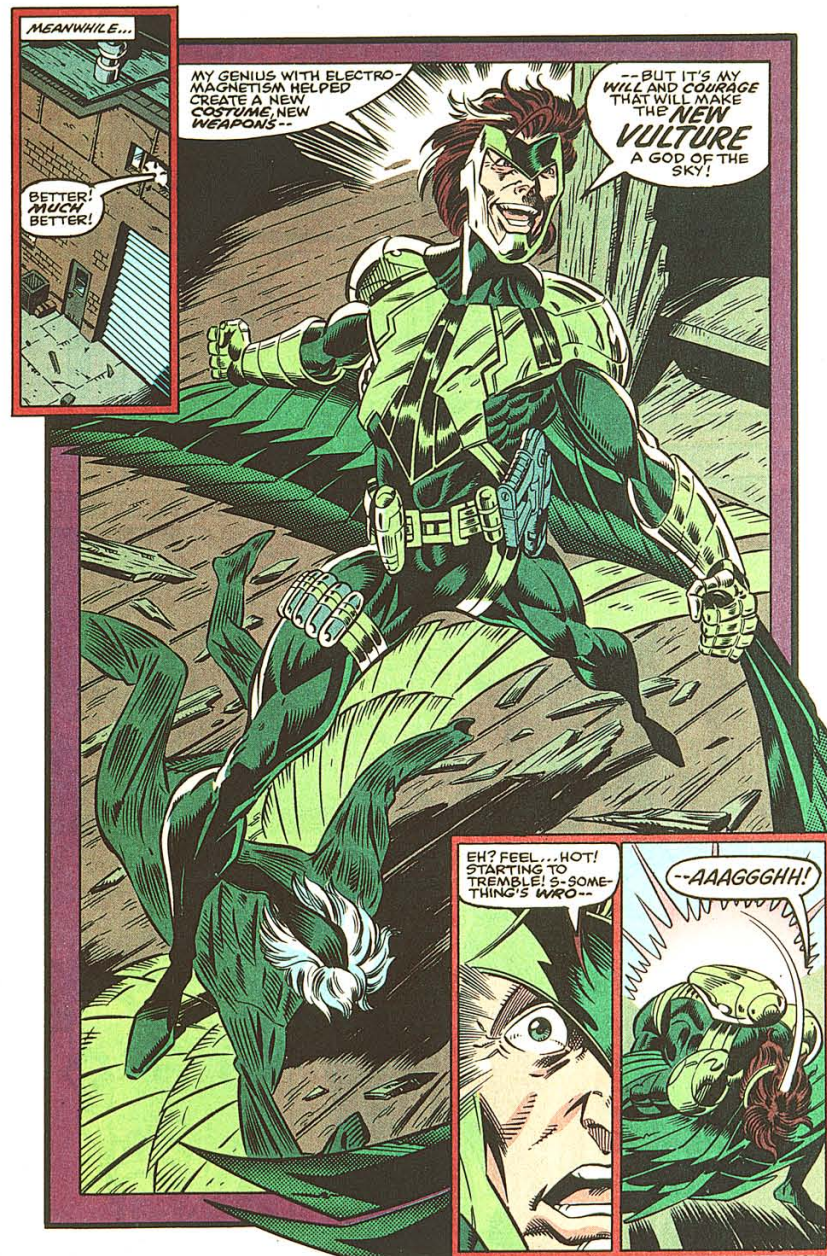


"X" destroys an enemy submarine fuel tank and things get extremely explosive.

©1995 CAPCOM USA, Inc. Mega Man X is a trademark of CAPCOM. CAPCOM is a registered trademark of CAPCOM, Ltd. Super Nintendo, Nintendo and the Nintendo Entertainment System are registered trademarks of Nintendo of America, Inc. For more information, call (408) 727-1665.

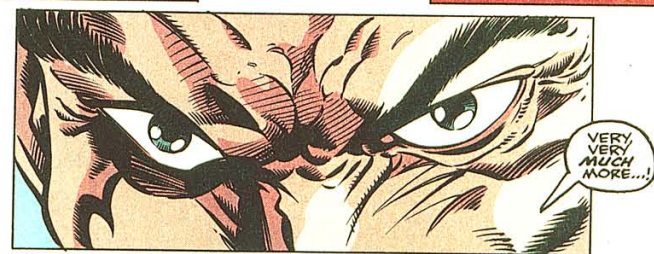
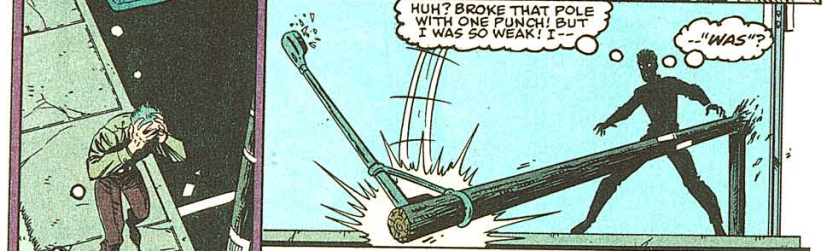
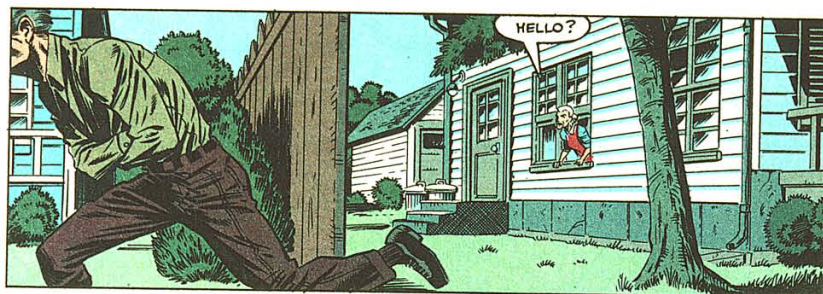
CAPCOM

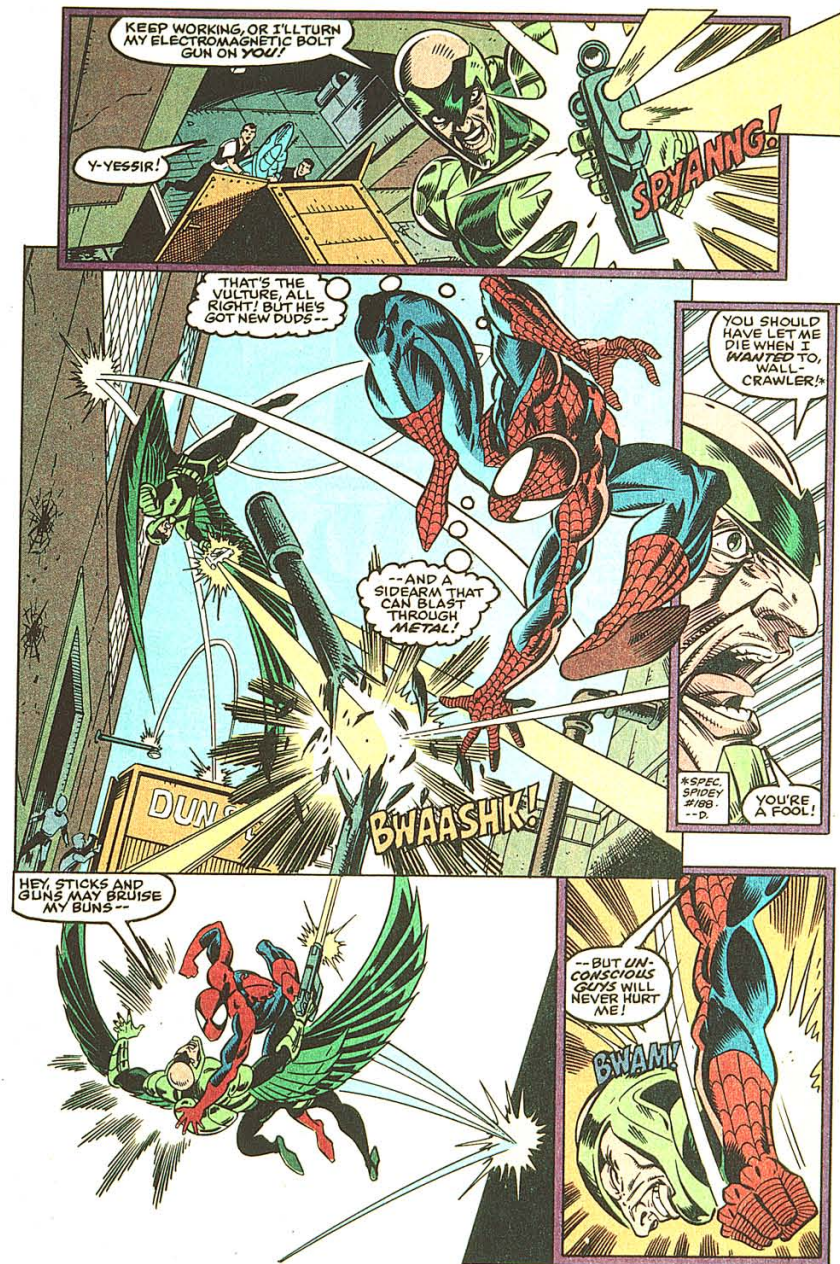
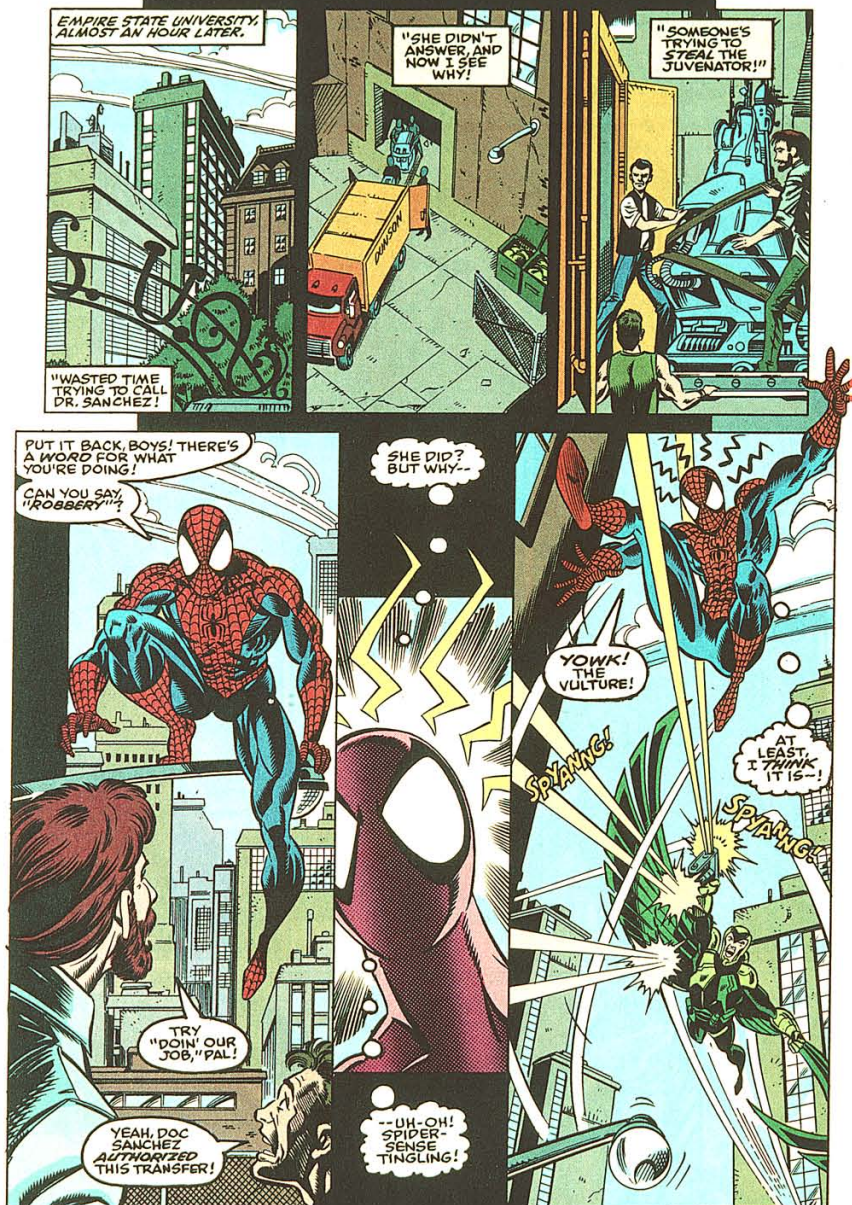
TM & © 2004 MARVEL



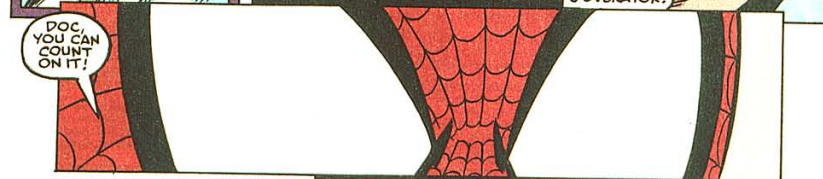
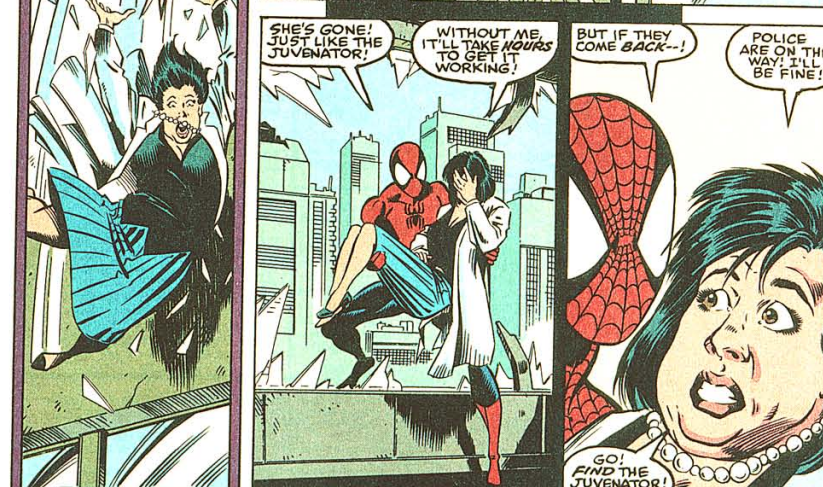
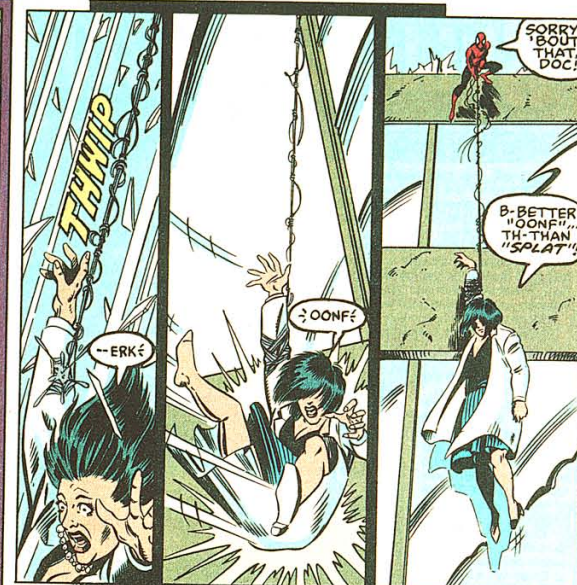
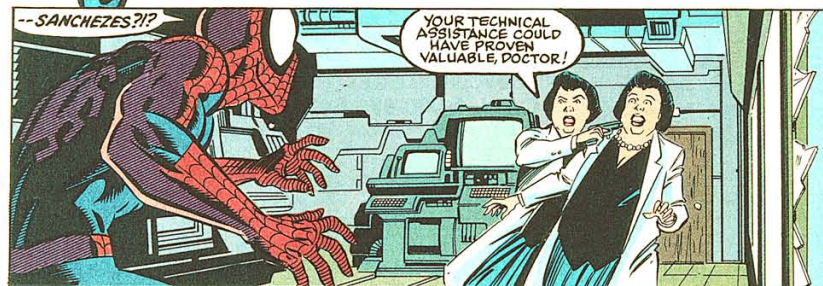
TM & © 2004 MARVEL







NUTS! HATE LETTING THE VULTURE GO, BUT IF SOMEONE'S IN DANGER....!



BULLPEN MARVEL COMICS BULLETINS

QUESTION OF THE MONTH

Music, it is said, has charms to soothe the Bouncing Beast. Well, it also does a pretty good job on our Marvelous scripters and sketchers.

To initiate our all-new Question of the Month Feature, we thought we'd ask a bunch of Marveloids the following question: "What kind of music do you listen to when you are doing your work?"

Here's what they had to say. **INCREDIBLE HULK** inker **Cam Smith** likes to really pump up the volume when he works. Cam said he likes "The Ramones ... or anything loud like that."

EXCALIBUR editor **Suzanne Gaffney** has musical tastes as diverse as the Knights of the Round Table. Suzanne goes for everything from Queen Latifah's "Nature of Sista" to k.d. lang's "Ingenue."

Bulldog editor **Steve Bunch** targets "King Missile or Gwar." Another **Gwar** fan is **BEAVIS AND BUTT-HEAD** writer **Mike Lackey**, who also flips for "Frank Zappa or the Ramones" but the music Mike plays most frequently is the mo' better jazz of Miles Davis.

New **X-FORCE** penciler **Tony Daniel** prefers the Fab Force. As Tony put it, "I've always listened to the Beatles, ever since I was a kid."

Unless I'm in a hurry to meet a deadline. If I really need to get pumped up, then I tune in to a local jazz station and it really gets my pulse pounding!"

PINHEAD editor (no insult intended) **Tom Daning** said it was easy to pin down his answer. Tom listens to no music when he works! Tom said, sternly: "I listen to Howard Stern and nothing else!"

TRANSFORMERS: GENERATION 2 artist **Manny Galan** — whose drawing table can transform into a turntable — listens to music for inspiration. His

choices are "the Smiths and the Cure." (Everybody make sure you listen to what the Manny said!) **TRANSFORMERS: GENERATION 2** back-up artist **Derek Yaniger**, who is not a robot in disguise — goes for "really grungy, heavy, hardcore stuff — Gwar, Nirvana. I like my music beefy and extra-meaty!"

Assistant editor **James Felder** tries to keep up with the times. Pontificated the Prof, "I like to listen to some of the hip, swingin' rock and roll the kids are into these days. I really dig that crazy new sound!"

BARBIE FASHION artist **Barb Rausch**, like Tom Daning, works in a music-free zone. Said Barb, "I watch trash TV and reruns, and cartoons — I'm enjoying *Animaniacs* right now!"

BARBIE inker **Mario Capaldi** said "My favorite music is opera, being as I'm Italian. But I really like anything, as long as it's good. I like songs that prove to stand the test of time ... songs by people like Simon & Garfunkle, Creedence Clearwater Revival, and the Eagles."

Staff colorist **Paul Becton** said that when he starts slapping down some hues, he likes to groove to the sounds of "big band jazz."

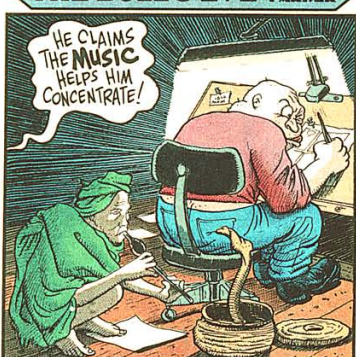
UNCANNY X-MEN inker **Dan Green** is quite an uncanny musician himself — he plays the electric guitar, electric bass, and blues harmonica! For his listening pleasure, Dan prefers "chamber music — string quartet or piano. Bach's Goldberg variation." Dan used to play professionally, but now finds "it's a lot nicer working at home than working in bars!"

Paste-up guy **Peter Cooper** (or, "Paste-Up Pete," as he's known in these parts) is partial to "any of the Seattle Invasion people — Pearl Jam, Alice in Chains, Temple of the Dog. I listen to a lot of different things, but mostly rock and roll."

Finally, no page on music would be complete without a word from rock 'n' roll editor **Mort Todd**, who said, "I listen to Japanese horror movie soundtracks, especially Ghidrah the Three-Headed Monster. Also, since I'm the rock editor, I like to hear soundtracks of Godzilla throwing rocks at stuff!"

Till next time, keep on rockin' in the free world!

THE BULL'S EYE BY RICK PARKER



HYPE BOX

You remember last year's **THE TRIAL OF VENOM** benefit comic Marvel did to raise funds for the National Committee to Prevent Child Abuse? Sure you do. Well, this year we've tapped Peter David and Jim Craig to produce another sensational one-shot for the NCPCA, this one entitled **THE HULK VS. VENOM!** Available by mail order only, the 32 page

special will feature an original story pitting these two ill-tempered titans against one another for the first time, packaged in a gorgeous metallic foil cover, and sent first class in a plastic backing envelope! Three dollars of the five dollar cover price will go straight to the NCPCA. Look for a coupon in your favorite Marvel mag or at a retail store near you and help a worthy cause while investing in one heckuva comic book!

NOW ON SALE

ALPHA FLIGHT #130: Double-sized final issue! The flight ends here! By Fumam/Carrasco/Patterson!

AMAZING SPIDER-MAN #387: The Vulture is young ... and Spidey is old! By Michelinie/Bagley/Emberlin!

BARBIE #39: Barbie is lost in space! By Trusiani/Rausch!

BRATS BIZARRE #4 OF 4: Will they be cured kids — or just modern punks? By Mills-Skinner/Might!

CAPTAIN AMERICA: THE MEDUSA EFFECT #4: 64 page Cap and Bucky epic set in World War II! By Thomas/Buckler-Wyman!

CURSE OF THE WEIRD #4 OF 4: It's monstrous! By Everett, Ditko, et al.

GHOST RIDER #47: Vengeance takes to the streets as the new Ghost Rider! By Mackie/Garney/lyl!

GUARDIANS OF THE GALAXY #46: Will we ever see Major Victory again? By Gallagher/West/Montaloni!

HARROWERS #4: They'd walk a mile to save Cicopatra's soul! By Smith/Colan/Garzon!

HYPERKIND #7: A clue lies in a nursery rhyme — and it ain't Humpty Dumpty! By Burke/Collins/Petracca!

MARVEL X-MEN COLLECTION BY JIM LEE #3 OF 3: Reprinting the X-cult classic trading cards!

NIGHT THRASHER #8: Secrets of Bandit revealed — and no, he's not Burt Reynolds! By Nicieza/Boller!

NOVA #3: With Spider-Man and

the all-new **Corruptor** By Nicieza/Martinez/Stegbauer!

PUNISHER WAR ZONE #25: Frank's in jail — or is he? By Hamu/Buzsena/Mayer!

QUASAR #56: Do you dare enter ... the New Universe?

RAVAGE 2099 #16: Ravage is gonna clean up the future! By Mills-Skinner/Mieh/Williams!

SECRET DEFENDERS #13: The new leader of the Secret Defenders is ... Thane! By Marz/Grimberg/Hudson!

THE SHROUD #1 OF 4: Spidey goes stars in a battle with the Scorpion! By Barr/Wyman/Jones III!

SILVER SABLE #22: The taking of Beverly Hills — and we don't mean the Hills! By Wright/Butler/Eklund!

SLEEPWALKER #33: Final issue! The big sleep ends here! By Budiansky/Krantz/Lomax!

WOLVERINE #79: Now 100% adamantium-free! By Hamu/Kubert/Farmer!

WONDER MAN #30: Wondy hates the Hate Monger! By Jones/Fanslow/Joyce!

X-Factor #100: Double sized action as an X-Factorite X-priest! By DeMatteis/Duursema/Migroni!

X-MEN ADVENTURES SECOND SEASON #2: You get Morph for your money! By Macchio/Wildman/Albrecht!

And be sure to look for the coupon to the **HULK VS. VENOM** custom comic benefiting the National Committee to Prevent Child Abuse!

Sometimes it's hard to be a hero



If you're in trouble or having problems at home or in school, call:

Boys Town
National Hotline
Day or night.
The call is free.



1-800-448-3000

THE INCREDIBLE HULK- TM & © 1991 Marvel Entertainment Group, Inc. All rights reserved

TM & © 2004 MARVEL

*Cartoon Illustration *Cinematic Animation

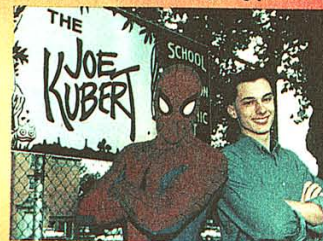
A 3 year full time school designed by professionals for aspiring professionals

Some JKS ALUMNI

- Jim Robert - *Green Lantern*
- Adam Kubert - *Wolverine*, *Ghost Rider*
- Andy Kubert - *X-Men*, *The Avengers*
- Ben Seaton - *Violator*, *X-O Manowar*
- Lee Weeks - *Gambit*, *The Predator*



THE
JOE KUBERT
SCHOOL
OF CARTOON AND
GRAPHIC ART, INC.
37 MYRTLE AVENUE
DOVER, NJ 07801
(201) 361-1327



New Marvel Scholarship: Spidey presents the first full 3-year scholarship to new student Brandon Vieth in Sept. '93!

Please send your free brochure, I am interested in:

- ☐ Cartoon Illustration - Graphic Arts
- ☐ Cinematic Animation
- ☐ Two Day Seminar

Name _____ Age _____

Address _____

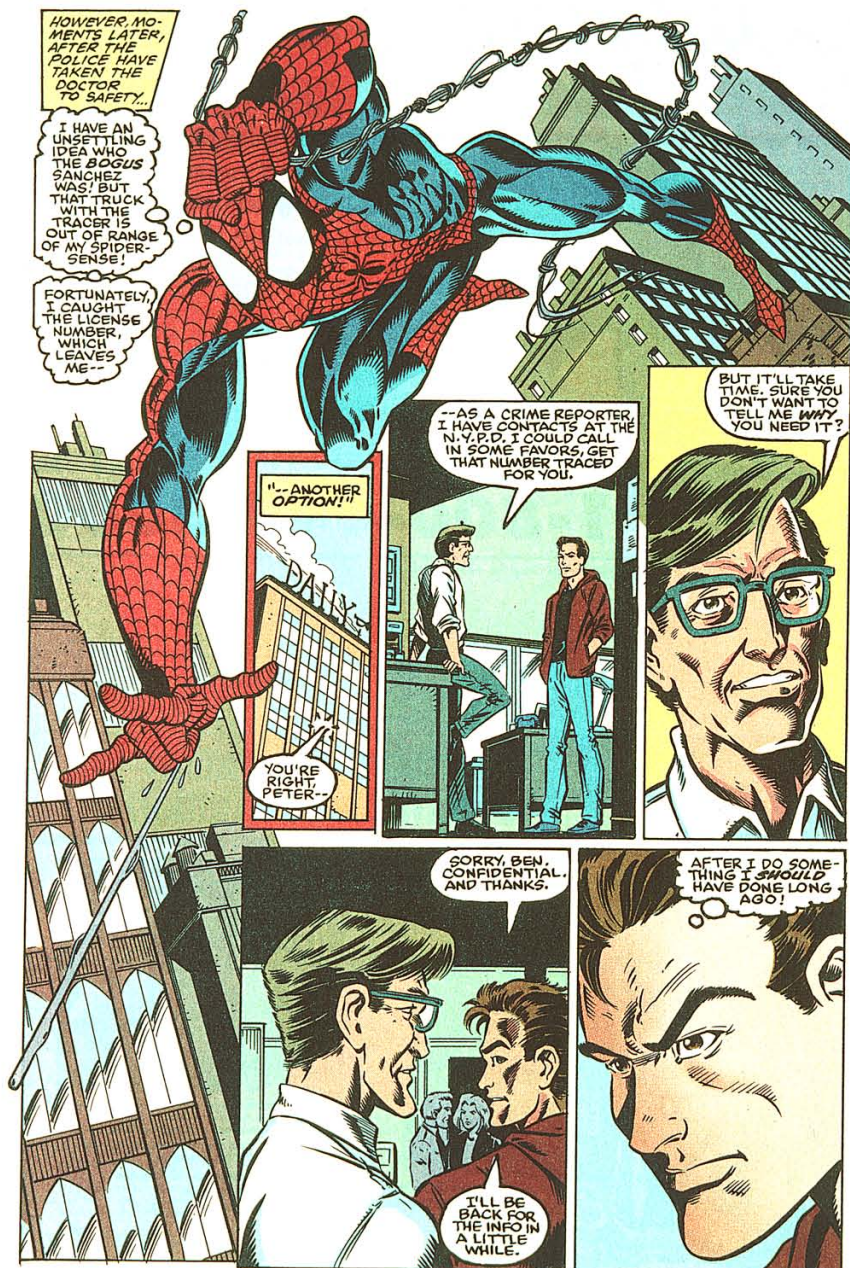
City _____ State _____ Zip _____

The Joe Kubert School of Cartoon and Graphic Art, Inc., Dept. M
37 MYRTLE AVE., DOVER, NJ 07801 • (201) 361-1327 • FAX (201) 361-1844

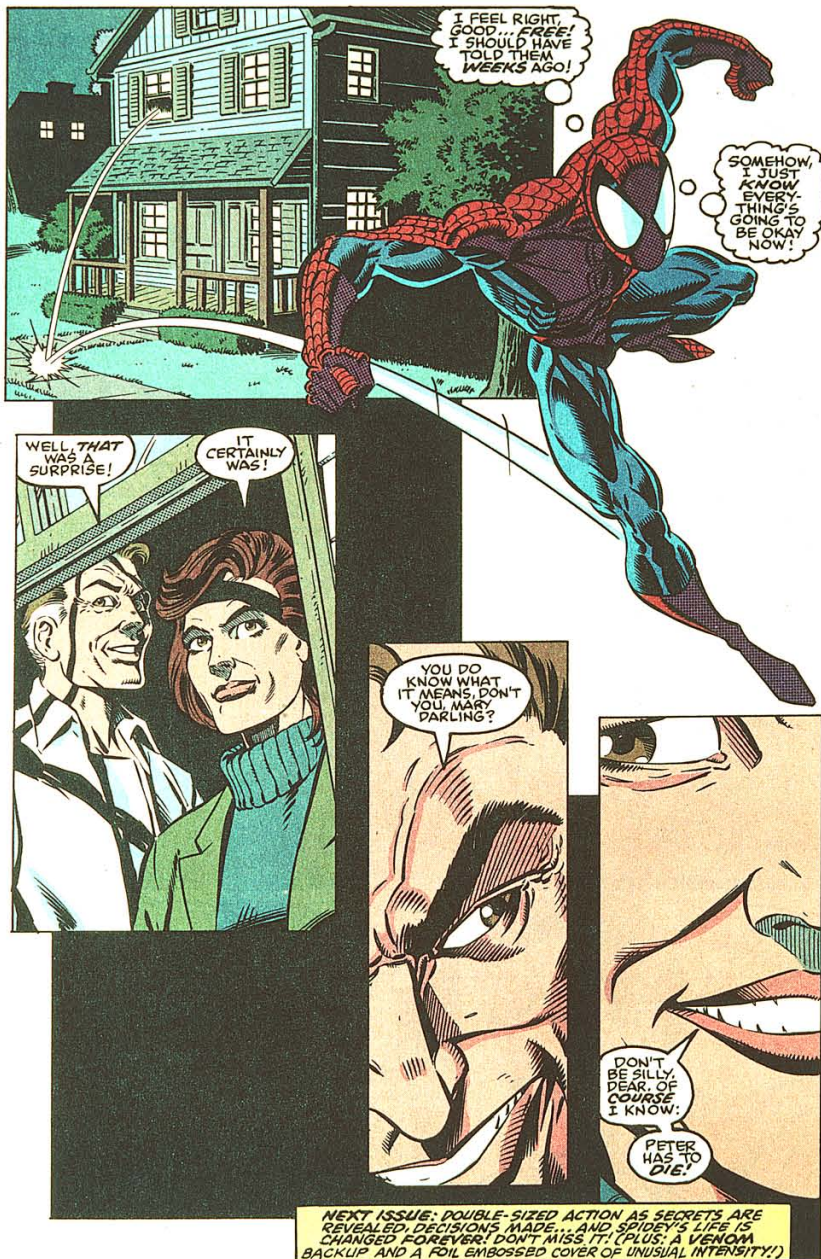
SPECIAL NOTICE TO MARVEL/DOM: ONE OF THE TITLES LISTED IN THE "NOW ON SALE" SECTION DOES NOT EXIST DUE TO THE UNTIMELY DEATH

TO REPORT THAT HE WILL BE UNABLE TO CONTINUE STARRING IN HIS OWN SERIES. WE APOLOGIZE FOR ANY INCONVENIENCE THIS MAY HAVE CAUSED.

OF THE TITLE CHARACTER IN BULLPEN BORDERLINE LATHER ANOTHER MAGAZINE, WE REGRET



29



THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

DANNY FINGEROTH
EDITOR
MARK BERNARDO
ASSISTANT EDITOR

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Well, we're still scrambling to bring our letters page up-to-date, so we're gonna run your comments on AMAZING #s 378 and 379 this month, and try to keep our mouths shut as much as possible...

Dear Spider's Web,

I just finished reading AMAZING SPIDER-MAN #378 and almost died from excitement! Bagley and Emberlin are doing beautiful work on this comic! I love the idea of all the spider-persons in an all-out slugfest!

"Maximum Carnage" has got to be the longest and most action-packed storyline I've ever seen! I love it!!! I have the first three parts of this storyline and I can't wait for the other eleven.

I would like to see appearances by Wolverine, Gambit, Ghost Rider, Jubilee, Punisher, Cable, Shatterstar, and Bishop.

Jon-Michael Scherf
1468 Shore Drive
Bronx, NY 10465

Check out SPIDER-MAN: THE MUTANT AGENDA #1 (now on sale) for some of those X-type folks you mentioned. As for Punisher, we hope you didn't miss SPIDER-MAN #32-34!

Dear Danny,

SPIDER-MAN UNLIMITED #1 provided a great start, WEB #101 was decent, too, but AMAZING #378 really got "Maximum Carnage" moving. The more-than-superb creative team of Michelinie, Bagley, and Emberlin made this chapter the best yet.

I usually like to give constructive critiques about the issue at hand, but all I have is praise for this one. I have always been a big fan of David's IRON MAN stories, and was more than delighted when he took over AMAZING after Tom DeFalco's run. However, during the Erik Larsen reign, the writing didn't seem as crisp. But now, with "Maximum Carnage," the writing is back up to its normally high levels. This issue, David and Mark made the grisly deaths even more terrifying by not showing the action to the audience. Our imaginations were provoked enough to fill in the blanks. Bravo!

And what else can be said about Mark and Randy's team effort? They even outdid Ron Lim in making Shriek extra sexy. (And believe me, I'm a big Ron Lim fan!) Can't wait for Felicia's return... Mee-oww!

Joe Kucharski III
(Address withheld by request)

As Alfred Hitchcock showed us in Psycho, Joe, when it comes to gore and terror, less can definitely be more. Glad you agree.

Dear Spider's Web,

I just received ASM #379 and I loved it. I was starting to give up on Marvel Comics, and decided that after my subscriptions ended, I would stop buying them. Then I heard about the "Maximum Carnage" storyline, and I'm hooked again! I love the artwork. Mark Bagley is at his best in these pages. I hope he stays on Spider-Man for a long time. Also, I have a few questions for you:

1) I heard that Jae Lee is gonna do art for one of the Spider-books. Which one?

2) Are there plans for Shriek in the future?

3) Will there be a Carnage vs. Venom limited series in the future?

4) For some reason, I know Dagger's still alive, so is there going to be a new CLOAK AND DAGGER series soon?

I can't wait for the next issue. Keep up the great work!

Tim Sluga
9671 South Fox Run
Oak Creek, WI 53154

Thanks, Tim. To answer your questions...

1) Jae did SPIDER-MAN #s 41-43, still on sale if you're lucky!

2) You bet! Shriek is featured in a major role in next year's WEB OF SPIDER-MAN ANNUAL, and then she'll be appearing in this very mag, starting in just a few issues!

3) Venom has his own series of limited series. Whether or not Carnage shows up in one of those, only time will tell... but we wouldn't be surprised if he does!

4) No plans for a new CLOAK AND DAGGER series, but that's ultimately up to you! Write in and convince us, C & D fans!

Dear Web-Heads,

Issue #379 was terrific! Mark Bagley's artwork and David Michelinie's story were both great! There was only one problem, the same as in all the "Maximum Carnage" chapters: too many people killed! But other than that, the storyline has been great, and the villains you've brought together make a good team. I like the idea of bringing in Deathlok, and all the other heroes fit in well, too. Having Carnation join Carnage's group was a good idea. With his decaying touch, he fits in perfectly. Just one question, though. Are you going to bring Dagger back? Cloak needs her for his teleporting ability. So until Carnage gets on "Regis and Cathy Lee," Make Mine Marvel!

Michael Siuta
487 Homestead Place
Union, NJ 07083

Actually, we've always thought Cletus Kasady would make a good guest for Geraldo...

NEXT ISSUE: It's the giant-sized final chapter of "Lifeforce," and the ultimate conclusion to the saga of Peter's parents! Who are they? What do they want? What role will they play in Spidey's showdown with the new Vulture? And who is that janitor, anyway?! All the answers next month, in a tale that will shake Spider-Man's world as it has never been shaken before! Trust us! If you're even considering missing this one, there's no hope for you! It's David's last regular issue of AMAZING, and he's going out with a bang, in an issue that also includes an untold tale of *Venom!* Be here for the end of an era... and a deadly new beginning!

THE SPIDERVERSE IS EXPANDING! There's so much exciting stuff coming up in the lives of Spidey's friends and foes, even four monthly titles can't contain them! Be on the lookout for these new series and limited series debuting next year...

January: SHROUD #1 of 4, by Mike W. Barr, M.C. Wyman, and Malcolm Jones III

February: NIGHTWATCH #1 by Terry Kavanagh, Ron Lim, and Al Milgrom

March: ANNEX #1 of 4, by Jack C. Harris, Walter McDaniel, and Matt Banning

May: BLACK CAT #1 of 4, by Terry Kavanagh, Andrew Wildman and Stephen Baskerville

June: WEB OF DOOM #1 of 3, by Jack C. Harris, Scott Kolins, and Sam De La Rosa

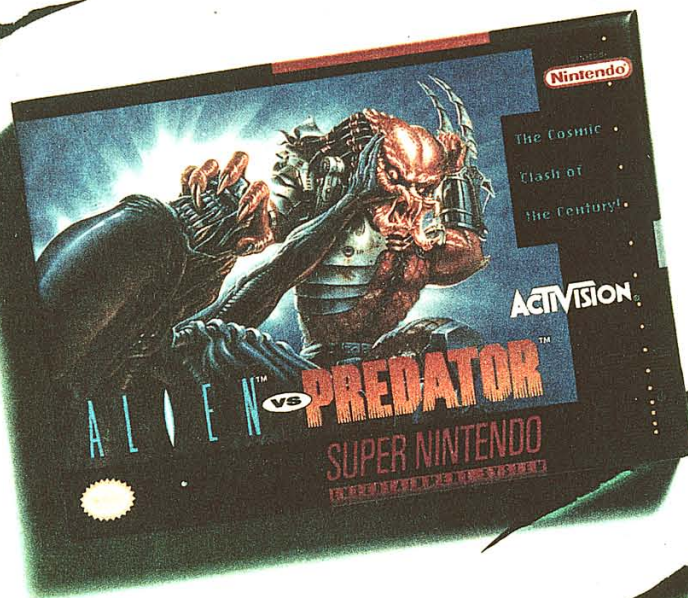
July: SOLO #1 of 4, by Eric Fein and Ron Randall

September: PROWLER #1 of 4, by Carl Potts and Bill Reinhold

October: SPIDER-MAN: EUREKA #1 of 3 by Ann Nocenti, and Malcolm Jones III

November: PUMA #1 of 4, by J.M. DeMatteis, Sal Buscema, and Tom Palmer

THE BATTLE TO SURVIVE JUST GOT UGLY!



Two titans of terror are about to square off in the most fearsome fighting the galaxy has ever seen!



As a Predator Warrior, you'll battle dozens of deadly, double-jawed Alien beasts bent



Overcome swarms of Alien drones, warriors, chestbursters and face-huggers and



on your annihilation. But you're ready. A cloaking device makes you instantly invisible. You're armed to the teeth with spears, lasers, wristblades and killer kick-boxing maneuvers — weapons you'll

ACTIVISION

need to survive all ten treacherous levels of claw-to-claw combat.

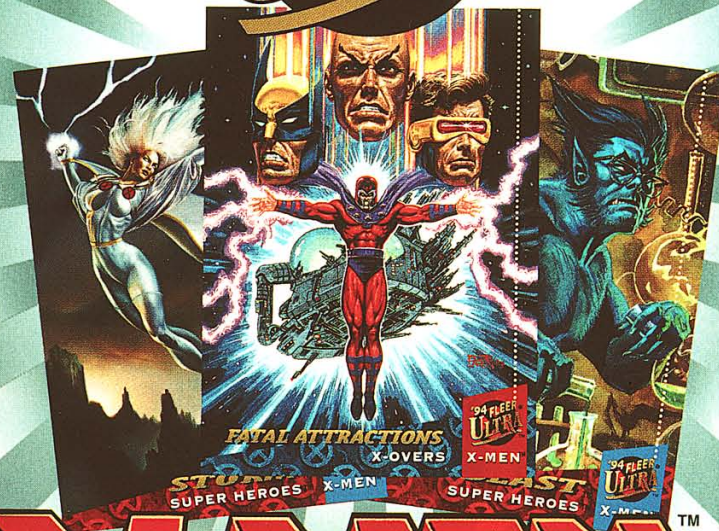
you still face your ultimate challenge: a monstrous battle with the Alien Queen! Alien vs. Predator, now face to hideous face for the very first time on Super NES and Game Boy from Activision.

ALIEN VS. PREDATOR IS AVAILABLE IN GAME BOY, SNES AND DOS FORMATS. TO ORDER: SEE YOUR LOCAL RETAILER OR CALL 1-800-477-3650.

Alien and Predator TM & © 1993 Twentieth Century Fox Film Corporation. All rights reserved. Nintendo, Game Boy, Super Nintendo Entertainment System and the official seals are registered trademarks of Nintendo of America Inc.

TM & © 2004 MARVEL

'94 FLEER[®] ULTRA[™]



X-MEN[™]

PREMIERE EDITION TRADING CARDS

Produced And Distributed Exclusively By Fleer Corp.

TM & © 1994 Marvel Entertainment Group, Inc. All Rights Reserved.

ADVERTISEMENT

TM & © 2004 MARVEL



AN INSIDE LOOK AT FEBRUARY'S HOTTEST COMICS!

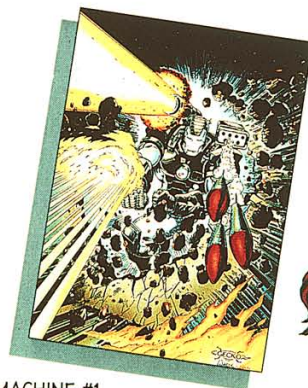


FANTASTIC FOUR #387

YOU'LL JUST DIE IF YOU MISS PART 1 OF "NO ONE GETS OUT ALIVE." LOOK FOR THE DIE-CUT COVER TO THIS ISSUE THAT BEGINS THE END OF AN ERA FOR THE ORIGINAL FANTASTIC FOUR. BY TOM DEFALCO, PAUL RYAN AND DANNY BULANADI.

AMAZING SPIDER-MAN #388

LAST ISSUE'S STARTLING REVELATIONS TURN TO TRAGEDY AS SPIDER-MAN'S PUT THROUGH THE GREATEST EMOTIONAL ROLLER COASTER OF HIS LIFE. SELLING TICKETS ARE THE CREATIVE TEAM OF DAVID MICHELINIE, MARK BAGLEY AND RANDY EMBERLIN. 64 PAGES. FOIL-EMBOSSSED COVER.



WAR MACHINE #1

HE'LL BRING PEACE TO THE WORLD, OR LEAVE IT IN PIECES. JAMES RHODES BEGINS AN EXPLOSIVE NEW SERIES AS THE ARMORED AND DANGEROUS WAR MACHINE. BY SCOTT BENSON, LEN KAMINSKI, GABE GECKO AND PAM EKLUND. THIS 48-PAGE SPECTACULAR FEATURES A FOIL-ETCHED, BLACK EMBOSSED COVER!

TM & © 1994 Marvel Entertainment Group, Inc. All rights reserved.



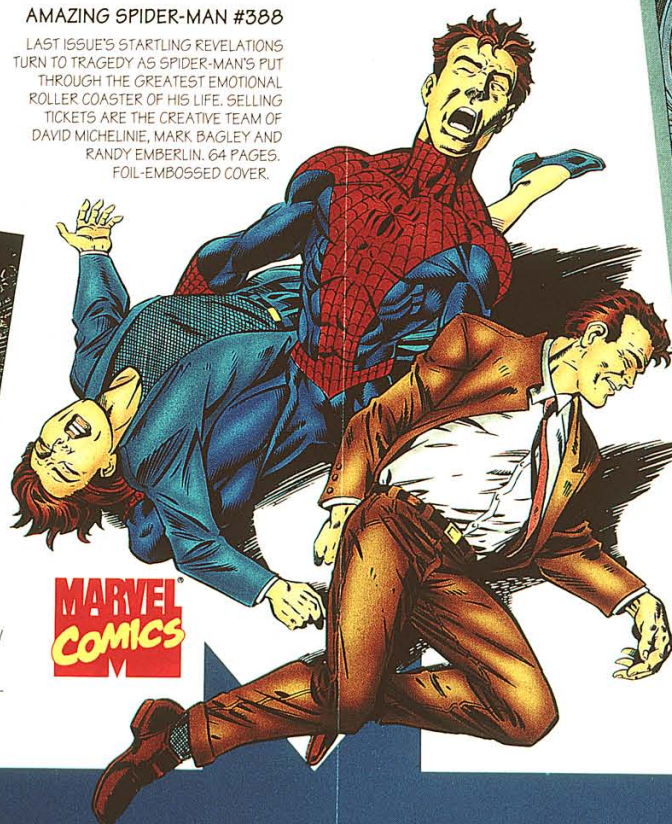
NORTHSTAR #1 OF 4

SIMON FURMAN, DARIO CARRASCO JR. AND IAN AKIN TAKE NORTHSTAR OUT OF THE ASHES OF ALPHA FLIGHT AND INTO A GLOBE-SPANNING SOLO LIMITED SERIES.



NIGHTWATCH #1

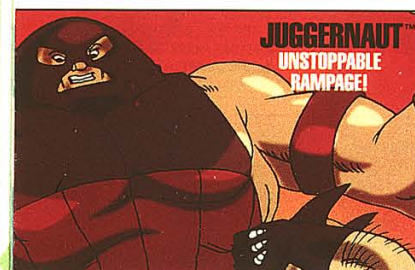
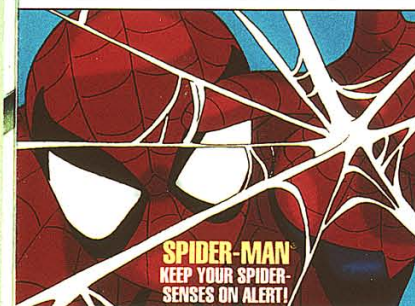
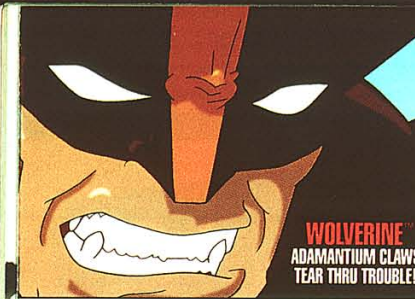
AFTER LIVING IN SECLUSION ON A REMOTE ISLAND, NIGHTWATCH HOPES HE'S BACK IN TIME TO SAVE HIS FUTURE. BUT WITH A DANGEROUS NEW VILLAIN, BARRAGE, RUNNING RAMPANT IN THE STREETS OF NEW YORK AND A CLASH WITH SPIDER-MAN, IT LOOKS LIKE HE'S HISTORY. BY TERRY KAVANAGH, RON LIM AND AL MILGROM. AND WITH A SPECIAL PRISMATIC FOIL TREATMENT, EVEN THE COVER'S AHEAD OF ITS TIME—WATCH FOR IT.



PUNISHER IN 'NAM: FINAL MISSION

AFTER A U.S. B-52 IS SHOT DOWN IN 'NAM, FRANK CASTLE AND TROOPS STAGE A TERRIFYING RESCUE ATTEMPT. THIS ISSUE ALSO DESCRIBES THE CRUCIAL EVENTS THAT LED TO THE DEATH OF FRANK'S FAMILY AND BIRTH OF THE PUNISHER. BY DON LOMAX AND ALBERTO SAICHANN. COVER BY THE LEGENDARY JOE KUBERT.





**SPIDER-MAN® AND THE X-MEN™
TEAM UP IN ARCADE™'S REVENGE**

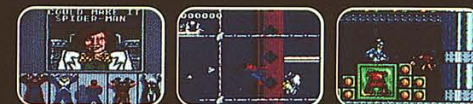


**MARVEL™
COMICS**

SPIDER-MAN™

X-MEN™

**TAKE REVENGE
WITH YOU!**



Acclaim™
entertainment inc.

Spider-Man™, X-Men™ and all other Marvel Characters and the distinctive likenesses thereof are trademarks of Marvel Entertainment Group, Inc., and are used with permission. ©1993 Marvel Entertainment Group, Inc. All rights reserved. ©1993 Acclaim Entertainment, Inc. All rights reserved.